



**JEFFREY A. COHEN, ESQUIRE**  
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*PLEASE RESPOND TO CHERRY HILL*

May 16, 2017

**VIA ECF AND REGULAR MAIL**

Honorable Colleen McMahon, U.S.D.J.  
United States District Court, SDNY  
Daniel Patrick Moynihan  
United States Courthouse  
500 Pearl St.  
New York, NY 10007-1312

Re: Simran Services LLC, et al. v. Everest Foods Inc., et al.  
Case No. 17 Civ. 2918 (CM) (RLE)

Dear Judge McMahon:

We respectfully submit this letter on behalf of the plaintiffs, Simran Services, LLC, Mandeep Oberoi, MD, Narindarpal Narula and Vikram Gupta ("Plaintiffs"), to request a conference with the Court prior to the scheduled June 16, 2017 case management conference.

Plaintiffs are minority shareholders of Everest Foods Inc. ("Everest Foods"), a company that has allowed its majority shareholders, defendants Raja Jhanjee and Vicky Vij (collectively, "Defendants") to engage in fraud, self-dealing and oppression of the minority shareholders. Defendants' improper acts include, but are not limited to, the majority shareholders taking distributions and the assets of Everest Foods, without disclosure to or consent from Plaintiffs. As majority shareholders, Defendants further provided company assets to their spouses, also without the disclosure and consent of the minority shareholders. Tellingly, Defendants have attempted to conceal their improper actions by failing to provide the books and records of Everest Foods, despite repeated requests.

In light of Defendants' actions and refusals to provide information and documentation to which Plaintiffs are entitled as shareholders of Everest Foods, Plaintiffs filed an action in the Superior Court of New Jersey, Essex County Chancery Division, on March 30, 2017. Plaintiffs filed an Order to Show Cause and Verified Complaint, seeking injunctive and immediate relief. The Superior Court judge promptly issued an Order requiring that the Defendants be served with the pleadings and denying relief until such time as Defendants could substantively respond.

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However, the Superior Court Judge's first ruling appeared to have been on a misreading of certain facts; in particular, the Court failed to take notice of certain provisions in the Operating Agreement. Upon reconsidering the information, the Court scheduled a telephonic hearing to address the immediate relief sought.

In an effort to further delay disclosure of information and, possibly, to give Defendants additional time to remove the assets of Everest Foods, Defendants filed a Notice of Removal immediately before the hearing before the Superior Court of New Jersey. This office immediately contacted Defendants' counsel, Sanjay Chaubey, and demanded that Defendants provide full and complete documentation and information regarding the company, and distributions made (including, but not limited to, distributions to Defendants and their relatives), by April 26, 2017. A copy of the April 24, 2017 email is attached hereto as Exhibit A. Defendants have failed to provide a single document or any information, stating that Plaintiffs' exhibits to the Order to Show Cause and Verified Complaint constitute all "relevant documents." A copy of Defendants' counsel's response is attached hereto as Exhibit B.

Defendants have also since sought an extension to their time to answer the Verified Complaint, thus creating further delay, by representing to this Court that there were good faith negotiations proceeding. In fact, Defendants did not negotiate in good faith and have recently been ignoring Plaintiffs' outreach efforts, even stating to Plaintiffs that "you need to do what you need to do."

In light of the severity of the misdeeds, it is critical that Defendants be forced to provide all of the necessary financial information of Everest Foods and be barred from removing or taking any of the assets of the Company. Therefore, we respectfully request a hearing or a telephone conference to discuss this matter at the Court's earliest opportunity.

Thank you for your generous consideration of these matters.

Respectfully submitted,

FLASTER/GREENBERG P.C.



Jeffrey A. Cohen

cc: Sanjay Chaubey (via email and ECF)

Enclosures

# **EXHIBIT A**

Uldschmidt, Lisa

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**From:** Cohen, Jeffrey  
**Sent:** Monday, April 24, 2017 8:07 AM  
**To:** Sanjay Chaubey; Oberlander, Scott  
**Cc:** Uldschmidt, Lisa; Cohen, Jeffrey  
**Subject:** Simran Services LLC, et al. v. Everest Foods Inc., et al. - Demand for Preservation and Production of Records

Mr. Chaubey,

We are in receipt of your Notice of Removal, filed after the close of business on April 21, 2017. It is quite transparent that your Notice was filed in an effort to further delay your clients' continued failure/refusal to provide documentation and information that my clients have been entitled to for quite some time. As you should be aware from our filings, we are also concerned about your clients' actions involving, among other things, improperly taking, and otherwise distributing, the assets of the company without the proper consent and disclosures to all of the shareholders. We hope that you have counseled your clients that they should not be removing, or transferring, any assets of the company and must preserve all documentation related to the company, their own financial records, all communications and any other documents related to the claims and issues raised in this action. Please confirm that efforts have been made to preserve all records and to hold off on removing any and all assets from the company.

In light of the above, and as more fully set forth in the complaint filed in New Jersey, we also demand that your clients provide full and complete documentation and information regarding the company, and distributions made (including, but not limited to, the defendants and their relatives) by Wednesday, April 26, 2017 at 2:00 pm ET.

We look forward to your prompt reply.

Jeff

**Jeffrey A. Cohen**  
**Flaster Greenberg PC**  
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# **EXHIBIT B**

**Cohen, Jeffrey**

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**From:** Sanjay Chaubey <chaubeylaw@gmail.com>  
**Sent:** Monday, April 24, 2017 3:57 PM  
**To:** Cohen, Jeffrey  
**Cc:** Oberlander, Scott; Uldschmidt, Lisa  
**Subject:** Re: Simran Services LLC, et al. v. Everest Foods Inc., et al. - Demand for Preservation and Production of Records

Mr Cohen:

Thank you for your email and acknowledgement of receipt of Notice of Removal.

Our clients have been in constant contact with your clients with eagerness to resolve this matter. Your clients fully know the business operations and reasons of losses.

our clients believe, that Your clients have initiated the present legal proceeding with ulterior motives and strategic leveraging.

We have advised our clients about evidence preservation and maintaining the status quo.

Our clients have already provided all relevant documents to your clients , which constitutes Exhibits to your State Complaint.

Our clients will follow the Federal Rules of Procedure and honor their legal obligations.

Thank you

Sanjay Chaubey, Esq.

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Law Offices of Sanjay Chaubey  
18 East 41st Street Suite 1704  
New York, NY 10017  
Phone: 212-563-3223  
Fax: 212-563-4534

On Mon, Apr 24, 2017 at 8:06 AM, Cohen, Jeffrey <[Jeffrey.Cohen@flastergreenberg.com](mailto:Jeffrey.Cohen@flastergreenberg.com)> wrote:

Mr. Chaubey,

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We look forward to your prompt reply.

Jeff

**Jeffrey A. Cohen**

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